

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF ILLINOIS

JOSEPH J. MEZYK, et al.,	:	Civil Action No. 3:09-cv-384-JPG
	:	
Plaintiffs,	:	Judge J. Phil Gilbert
	:	
v.	:	
	:	
U.S. BANK PENSION PLAN and U.S.	:	
BANCORP, INC.,	:	
	:	
Defendants.	:	
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	:	
	:	Consolidated with
THOMAS L. PELLETT and RICHARD A.	:	
WILLIAMS, Individually and on Behalf of	:	
All Others Similarly Situated,	:	Case No. 3:10-cv-686-JPG-DGW
	:	
Plaintiffs,	:	
	:	
v.	:	
	:	
U.S. BANK PENSION PLAN, ET AL.	:	
	:	
Defendants.	:	

**MEMORANDUM AND ORDER**

Plaintiffs brought this action against Defendants U.S. Bank Pension Plan and U.S. Bancorp (collectively “USBPP”). Plaintiffs challenged USBPP’s decision to amend the Mercantile Bancorporation Inc. Retirement Plan from a final average pay defined benefit pension plan to a cash balance defined benefit pension plan. USBPP disputes Plaintiffs’ claims.

The parties have entered into a Settlement Agreement resolving Plaintiffs’ claims subject to approval of this Court. Presently before the Court is the parties’ joint motion seeking preliminary approval of that settlement, as well as an order approving notice to the classes and setting a date for a hearing on the fairness of the Settlement Agreement (Doc. 135).

Based on the Court's review of these matters, as well as the arguments and evidence presented at the preliminary approval hearing, and the Court having certified an amended plaintiff class in this action by order dated July 16, 2012, the Court **GRANTS** the motion for preliminary approval (Doc. 135), and finds and orders as follows:

1. The Settlement Agreement (Doc. 135-1, Page IDs 2047-2083; Attachment 1 to Exhibit A to the Parties' Joint Motion) is preliminarily approved. The Court finds that the proposed settlement falls within the range of possible approval, does not disclose grounds to doubt its fairness, and includes no obvious deficiencies.
2. The parties shall provide notice, pursuant to Rule 23, to the Class Members of the Settlement Agreement. The parties will use their best efforts to send notice to individual class members by first class mail in substantially the form set forth in Attachment 1 to this order. The Court finds that this method of notice constitutes the best notice practicable under the circumstances.
3. The Court will conduct a hearing pursuant to Rule 23 of the Federal Rules of Civil Procedure on November 2, 2012 at 1:30 p.m. in the Main Courtroom in Benton, Illinois, for the purpose of considering the fairness, reasonableness, and adequacy of the Settlement Agreement, and to consider objections, if any, to the settlement. Other than the parties, no person will be heard at the hearing unless that person files an objection with the Court postmarked on or before September 10, 2012. Briefs in support or opposition to the Settlement Agreement should be filed no later than October 16, 2012.

**IT IS SO ORDERED.**  
**DATED: July 16, 2012**

s/J. Phil Gilbert  
**J. PHIL GILBERT**  
**DISTRICT JUDGE**